

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:

**TELEGLOBE COMMUNICATIONS
CORPORATION, ET AL.,**

DEBTORS.

CASE NO. 02-11518 (MFW)
(Jointly Administered)

Teleglobe USA Inc. et al.,

Plaintiff,

CIV. ACTION NO. 04-1266 (SLR)

V.

BCE Inc. et al.,

Defendants.

**INTERVENOR VARTEC TELECOM, INC.'S AMENDED MOTION FOR
PROTECTIVE ORDER REGARDING DEFENDANTS' SECOND REQUEST FOR
PRODUCTION OF DOCUMENTS AND APPLICATION FOR ORAL ARGUMENT**

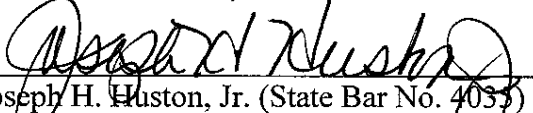
Intervenor Vartec Telecom, Inc. ("**Vartec**"), pursuant to Federal Rule of Bankruptcy Procedure 7026(c) and Federal Rule of Civil Procedure 26(c), moves the Court for entry of an order protecting the Arbitration Documents (as defined in the accompanying Brief in Support) from disclosure or discovery in their entirety by denying the Defendants' Second Request for Production of Documents. The grounds for the relief sought herein are set forth in *Intervenor Vartec Telecom, Inc.'s Amended Brief in Support of its Amended Motion for Protective Order Regarding Defendant's Second Request for Production of Documents and Application for Oral Argument* (the "**Amended Brief**").

WHEREFORE, Vartec respectfully requests that the Court grant this motion, enter an order denying the Defendants' Second Request for Production of Documents with prejudice,

grant Vartec the opportunity for oral argument on the issues herein and for such other relief as is just and proper.

Dated: May 10, 2005

STEVENS & LEE, P.C.


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